

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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In re: :
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THE FINANCIAL OVERSIGHT AND : PROMESA
MANAGEMENT BOARD FOR PUERTO RICO, : Title III
:
as representative of : Case No. 17-BK-3283 (LTS)
:
THE COMMONWEALTH OF PUERTO RICO *et al.*, : (Jointly Administered)
:
Debtors.¹ :
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In re: :
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THE FINANCIAL OVERSIGHT AND : PROMESA
MANAGEMENT BOARD FOR PUERTO RICO, : Title III
:
as representative of : Case No. 17-BK-3566 (LTS)
:
THE EMPLOYEES RETIREMENT SYSTEM OF THE :
GOVERNMENT OF THE COMMONWEALTH OF :
PUERTO RICO, :
:
Debtor. :
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¹ The Debtors in these Title III cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the "Commonwealth") (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

ORDER ON URGENT JOINT MOTION TO MODIFY DISCOVERY AND
BRIEFING SCHEDULE WITH RESPECT TO CERTAIN ISSUES RAISED IN
CERTAIN CONTESTED MATTERS AND ADVERSARY PROCEEDINGS RELATED
TO THE BONDS ISSUED BY THE EMPLOYEES RETIREMENT SYSTEM
OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO

Upon consideration of the *Urgent Joint Motion to Modify Discovery and Briefing Schedule With Respect to Certain Contested Matters and Adversary Proceedings Related to the Bonds Issued by the Employees Retirement System of the Government of the Commonwealth of Puerto Rico* (Docket Entry No. 10604 in Case No. 17-3283 and Docket Entry No. 806 in Case No. 17-3566, the “Motion”)¹; the Court having found and determined that (i) the Court has jurisdiction to consider the Motion and the relief requested therein; (ii) venue is proper before this Court pursuant to PROMESA section 307(a); (iii) due and proper notice of this Motion has been provided under the particular circumstances and no other or further notice need be provided; (iv) based on the statements and arguments made in the Motion, the relief requested in the Motion is in the best interest of ERS, the Commonwealth and their creditors; (v) any objections to the relief requested in the Motion have been withdrawn or are hereby overruled; and (vi) the legal and factual bases set forth in the Motion establish just cause for the relief granted herein. Accordingly, it is hereby ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The discovery and briefing schedule set forth in the *Order Granting Urgent Joint Motion to Modify Order Regarding Stay and Mandatory Mediation with Respect to Certain Issues Raised in Certain Contested Matters and Adversary Proceedings Related to the Bonds Issued by the Employees Retirement system of the Government of the Commonwealth of Puerto Rico* (Docket

¹ Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

Entry No. 8962 in Case No. 17-3283, the “Stay Abatement Order”) is hereby revised, and the following discovery and briefing schedule shall apply to litigation of the Ultra Vires Issues and the Lien Scope Issues:

Deadline for the Defendants in the ERS Lien Litigation to answer the complaints and file counterclaims	10/25/2019
Deadline for responses to Ultra Vires Issue raised in the Committees’ Objections	10/25/2019
Deadline for the ERS Bondholder Groups to answer the complaints and file counterclaims for the Count One Allegations of the ERS Clawback Litigation	10/25/2019
Deadline for the plaintiffs to answer the counterclaims (if any) filed in the ERS Lien Litigation and the ERS Clawback Litigation	11/1/2019
Rule 26 Disclosures	11/1/2019
Fact discovery commences	11/1/2019
Deadline for serving written discovery	11/1/2019
Responses to document requests	11/22/2019
Responses to interrogatories / RFAs	12/3/2019
Deadline for any motions to compel	1/3/2020
Disclosure of experts (if any) and a summary of the subjects about which they will offer opinions	3/20/2020
Deadline for completion of fact discovery	3/30/2020
Service of expert reports (if any)	4/1/2020
Disclosure of rebuttal experts and service of rebuttal expert reports (if any)	4/15/2020
Deadline for completion of expert depositions (if any)	4/27/2020
Deadline for filing motions for summary judgment and declarations in support	5/6/2020
Deadline for Participants to file joinders in the motions for summary judgment on the Ultra Vires Issues	5/13/2020
Deadline for filing oppositions to summary judgment briefs and declarations in support	6/3/2020
Deadline for Participants to file joinders in oppositions to the motions summary judgment briefs on the Ultra Vires Issues	6/10/2020
Deadline for filing reply briefs in support of motion for summary judgment and declarations in support	6/17/2020

3. The Stay Abatement Order remains in effect in all other respects.

4. A copy of this Order will be filed on the docket in Commonwealth’s and ERS’s Title III cases, the ERS Lien Litigation, and the ERS Clawback Litigation. A copy of this Order

must also be served by the plaintiffs upon all defendants in the ERS Lien Litigation and the ERS Clawback Litigation, as well as served upon all Participants. A copy of this Order must also be posted on the ERS Objection Website.

5. The terms of and conditions of this Order shall be immediately effective and enforceable upon its entry.

6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

7. This Order resolves Docket Entry No. 10604 in Case No. 17-3283 and Docket Entry No. 806 in Case No. 17-3566.

Dated: February 6, 2020

/s/ Laura Taylor Swain
HON. LAURA TAYLOR SWAIN
UNITED STATES DISTRICT JUDGE